

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**Western District of Wisconsin**

In re **Sioux Restaurants, LLC**

Debtor(s)

Case No. **13-15084**

Chapter **11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
<b>Benedict Refrigeration Service Inc. PO Box 3008 Eau Claire, WI 54702-3008</b>	<b>Benedict Refrigeration Service Inc. PO Box 3008 Eau Claire, WI 54702-3008</b>	<b>Services</b>		<b>5,599.72</b>
<b>Bix Produce Co. 1415 L'Orient Street St. Paul, MN 55117</b>	<b>Bix Produce Co. 1415 L'Orient Street St. Paul, MN 55117</b>	<b>Goods</b>		<b>5,342.31</b>
<b>BLACK HILLS POWER PO Box 6001 Rapid City, SD 57709-6001</b>	<b>BLACK HILLS POWER PO Box 6001 Rapid City, SD 57709-6001</b>	<b>Utility</b>		<b>8,436.77</b>
<b>Cass County Electric Coop PO Box 11118 Fargo, ND 58106-1118</b>	<b>Cass County Electric Coop PO Box 11118 Fargo, ND 58106-1118</b>	<b>Utilities</b>		<b>6,322.00</b>
<b>CASS COUNTY ELECTRIC COOP PO Box 11118 Fargo, ND 58106-1118</b>	<b>CASS COUNTY ELECTRIC COOP PO Box 11118 Fargo, ND 58106-1118</b>	<b>Utility</b>		<b>5,287.81</b>
<b>Country Inn &amp; Suites - Rapid City 2321 N. Lacrosse Street Rapid City, SD 57701</b>	<b>Country Inn &amp; Suites - Rapid City 2321 N. Lacrosse Street Rapid City, SD 57701</b>	<b>Hotel Stays</b>		<b>5,823.73</b>
<b>D-S Beverages Inc. 201 17th St N Moorhead, MN 56560</b>	<b>D-S Beverages Inc. 201 17th St N Moorhead, MN 56560</b>	<b>Goods</b>		<b>3,040.85</b>
<b>Dacotah Paper Co. 3940 15th Ave. (PO Box 2727) Fargo, ND 58108-2727</b>	<b>Dacotah Paper Co. 3940 15th Ave. (PO Box 2727) Fargo, ND 58108-2727</b>	<b>Goods</b>		<b>5,174.62</b>
<b>DS Beverages Inc. 201 17th St N Moorhead 56560</b>	<b>DS Beverages Inc. 201 17th St N Moorhead 56560</b>	<b>Goods</b>		<b>3,040.85</b>
<b>FISHER BEVERAGES 3636 Seger Drive Rapid City, SD 57701</b>	<b>FISHER BEVERAGES 3636 Seger Drive Rapid City, SD 57701</b>	<b>Goods</b>		<b>3,203.90</b>

B4 (Official Form 4) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
<b>Food Service of America - Rapid City Dept 1076 Denver, CO 80256</b>	<b>Food Service of America - Rapid City Dept 1076 Denver, CO 80256</b>	<b>Goods</b>		<b>5,134.13</b>
<b>JD's Equipment Service 7090 Daisy Drive Black Hawk, SD 57718</b>	<b>JD's Equipment Service 7090 Daisy Drive Black Hawk, SD 57718</b>	<b>Services</b>		<b>5,666.63</b>
<b>JOHNSON BROS. WESTERN WHLS PO Box 1356 Rapid City, SD 57709</b>	<b>JOHNSON BROS. WESTERN WHLS PO Box 1356 Rapid City, SD 57709</b>	<b>Goods</b>		<b>3,388.76</b>
<b>North Dakota Office of Sale Tax PO Box 5623 Bismarck, ND 58506-5623</b>	<b>North Dakota Office of Sale Tax PO Box 5623 Bismarck, ND 58506-5623</b>	<b>Sales Taxes</b>		<b>28,358.54</b>
<b>Pennington Co Treasurer 315 St. Joseph St. Rapid City, SD 57701-2894</b>	<b>Pennington Co Treasurer 315 St. Joseph St. Rapid City, SD 57701-2894</b>	<b>Real estate taxes for Rapid City restaurant (required by lease)</b>		<b>8,824.36</b>
<b>PFG CUSTOMIZED DISTRIBUTION 245 Castle Heights Ave. North Lebanon, TN 37087</b>	<b>PFG CUSTOMIZED DISTRIBUTION 245 Castle Heights Ave. North Lebanon, TN 37087</b>	<b>Goods</b>		<b>7,277.57</b>
<b>Republic National Distributing Company-1 PO Box 1066 Sioux Falls, SD 57101</b>	<b>Republic National Distributing Company-1 PO Box 1066 Sioux Falls, SD 57101</b>	<b>Goods</b>		<b>2,619.53</b>
<b>Rick Electric, Inc. PO Box 159 Moorhead, MN 56561-0159</b>	<b>Rick Electric, Inc. PO Box 159 Moorhead, MN 56561-0159</b>	<b>goods &amp; services</b>		<b>2,455.50</b>
<b>RJF Agencies, Inc. 7225 Northland Dr. N #300 Minneapolis, MN 55428-1516</b>	<b>RJF Agencies, Inc. 7225 Northland Dr. N #300 Minneapolis, MN 55428-1516</b>	<b>Insurance Premiums</b>		<b>10,530.00</b>
<b>South Dakota Dept of Revenue 445 East Capital Avenue Pierre, SD 57501-3185</b>	<b>South Dakota Dept of Revenue 445 East Capital Avenue Pierre, SD 57501-3185</b>	<b>Sales Taxes</b>		<b>15,578.50</b>

B4 (Official Form 4) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Debtor(s)

Case No. **13-15084**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of Quantum Leap Restaurants, Inc. Member of Debtor of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **November 18, 2013**

Signature **/s/ Thomas Larson**

**Thomas Larson**

**President of Quantum Leap Restaurants, Inc. Member  
of Debtor**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court**  
**Western District of Wisconsin**

In re **Sioux Restaurants, LLC**,  
Debtor

Case No. **13-15084**

Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>11</b>	<b>240,625.11</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>1</b>		<b>4,870,822.83</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>2</b>		<b>43,937.04</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>19</b>		<b>141,980.23</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>2</b>			
H - Codebtors	<b>Yes</b>	<b>1</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>37</b>			
Total Assets			<b>240,625.11</b>		
Total Liabilities				<b>5,056,740.10</b>	

**United States Bankruptcy Court**  
**Western District of Wisconsin**

In re **Sioux Restaurants, LLC**,  
Debtor

Case No. **13-15084**

Chapter **11**

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re **Sioux Restaurants, LLC**Case No. **13-15084**

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand		<b>Cash on Hand in the Stores</b>	-	<b>4,400.00</b>
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	<b>X</b>			
3. Security deposits with public utilities, telephone companies, landlords, and others.		<b>Sioux Restaurants, LLC, Prepaid Veberage Deposit as of 10/17/13, Bergseth Brothers, Inc.</b>	-	<b>3,000.00</b>
		<b>Sioux Restaurants, LLC, Prepaid Beverage Deposit as of 10/17/13, Beverage Wholesalers, Inc.</b>	-	<b>3,500.00</b>
		<b>Sioux Restaurants, LLC, prepaid beverage deposit as of 10/17/13. D&amp;S Beverages, Inc.</b>	-	<b>1,000.00</b>
		<b>Sioux Restaurants, LLC, prepaid beverage deposit as of 10/17/13, Fisher Beverage Company</b>	-	<b>150.00</b>
4. Household goods and furnishings, including audio, video, and computer equipment.	<b>X</b>			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	<b>X</b>			
6. Wearing apparel.	<b>X</b>			
7. Furs and jewelry.	<b>X</b>			
8. Firearms and sports, photographic, and other hobby equipment.	<b>X</b>			

Sub-Total > **12,050.00**  
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	<b>X</b>			
10. Annuities. Itemize and name each issuer.	<b>X</b>			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<b>X</b>			
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.		<b>Miscellaneous</b>	<b>-</b>	<b>364.24</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			

Sub-Total > **364.24**  
(Total of this page)

Sheet **1** of **3** continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re **Sioux Restaurants, LLC**Case No. **13-15084**

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<b>X</b>			
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.		<b>See Attached Exhibit B #23</b>	-	<b>Unknown</b>
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.	<b>X</b>			
29. Machinery, fixtures, equipment, and supplies used in business.		<b>See Attached Exhibit # 29</b>	-	<b>165,273.73</b>
30. Inventory.		<b>See Attached Exhibit # B30</b>	-	<b>62,937.14</b>
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			

Sub-Total > **228,210.87**  
(Total of this page)

Sheet **2** of **3** continuation sheets attached  
to the Schedule of Personal Property



B6B (Official Form 6B) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.		<b>Leasehold Improvements</b>	-	<b>0.00</b>

Sheet **3** of **3** continuation sheets attached  
to the Schedule of Personal Property

Sub-Total > **0.00**  
(Total of this page)  
Total > **240,625.11**

(Report also on Summary of Schedules)

<u>Licenses</u>			
City of Fargo	Alcoholic Beverage License	4100 13th Ave. SW in Fargo	Expires 6/30/14
Fargo Fire Department	Fire Prevention Permit - Place of Assembly	4100 13th Ave. SW in Fargo	
Office of Attorney General	Retail Alcoholic Beverage License	4100 13th Ave. SW in Fargo	Expires 12/31/13
City of Fargo	Health Department License - Food Service	4100 13th Ave. SW in Fargo	Expires 12/31/13
City of Fargo	Health Department License - Alcohol Service	4100 13th Ave. SW in Fargo	Expires 12/31/13
State of ND	Sales & Use Tax Permit	4100 13th Ave. SW in Fargo	
State of SD - Department of Health	Food Service License	2205 N. LaCrosse St. in Rapid City	Expires 12/31/13
SD Department of Revenue	Retail On-Sale Liquor	2205 N. LaCrosse St. in Rapid City	Expires 12/31/13
<u>Franchise Agreement</u>			
T.G.I. Friday's - for 2205 N. LaCrosse St. in Rapid City			
<u>Franchise Agreement</u>			
T.G.I. Friday's - for 4100 13th Ave. SW in Fargo			

## Sioux Restaurants, LLC Inventory

[illegible]

## Sioux Restaurants, LLC Inventory

[illegible]

## Sioux Restaurants, LLC Inventory

[illegible]

Sioux Schedule B

Rapid City	KITCHEN	Kitchen Equipment	11/9/06	\$100,000.00	\$100,000.00	\$0.00	\$0.00	0%	0.00
Rapid City	LEASEHOLD IMPR	Leasehold Improv - 1	11/9/06	\$450,000.00	\$235,741.80	\$19,714.32	\$214,258.20	0%	0.00
Rapid City	LEASEHOLD IMPR	Leasehold Improv -2	11/9/06	\$150,000.00	\$78,580.60	\$6,571.44	\$71,419.40	0%	0.00
Rapid City	LEASEHOLD IMPR	Remaining 20% of HVAC Contract	8/22/08	\$5,000.00	\$5,000.00	\$347.52	\$0.00	0%	0.00
Rapid City	REST EQUIP	Frialator - Deep Fryer	10/21/08	\$1,416.98	\$1,397.04	\$114.03	\$19.94	0%	0.00
Rapid City	REST EQUIP	Grease Gutter	11/6/08	\$1,715.12	\$1,691.02	\$138.06	\$24.10	0%	0.00
Rapid City	REST EQUIP	Counter Top Condiment Rail	1/1/09	\$1,958.91	\$1,879.48	\$160.65	\$79.43	0%	0.00
Rapid City	REST EQUIP	42" Plasma TV's x4	7/14/09	\$2,883.16	\$2,614.52	\$231.30	\$268.64	0%	0.00
Rapid City	REST EQUIP	Wiring for TV's	8/21/09	\$2,840.80	\$2,576.17	\$227.97	\$264.63	0%	0.00
Rapid City	REST EQUIP	Pole Sign	7/23/09	\$15,531.00	\$14,084.06	\$1,246.14	\$1,446.94	0%	0.00
Rapid City	REST EQUIP	Signage	10/23/09	\$2,500.00	\$2,209.72	\$194.22	\$290.28	0%	0.00
Rapid City	REST EQUIP	Flatscreen TV Install	11/30/09	\$2,257.71	\$1,995.58	\$175.41	\$262.13	0%	0.00
Rapid City	REST EQUIP	Seats/Barstools	3/22/10	\$1,293.90	\$1,109.11	\$101.16	\$184.79	0%	0.00
Rapid City	REST EQUIP	Microwave	4/19/10	\$940.33	\$776.41	\$75.87	\$163.92	0%	0.00
Rapid City	REST EQUIP	Guest Alert System	5/9/11	\$1,934.00	\$1,358.65	\$246.60	\$575.35	0%	0.00
Rapid City	REST EQUIP	Pitco Fryer Single Gas	2/27/12	\$1,912.80	\$1,081.49	\$356.22	\$831.31	0%	0.00
Rapid City	REST EQUIP	Panasonic Microwave	5/2/12	\$862.89	\$422.43	\$188.73	\$440.46	0%	0.00
Rapid City	REST EQUIP	Water Heater	7/16/12	\$10,005.62	\$4,392.74	\$2,405.52	\$5,612.88	0%	0.00
Rapid City	REST EQUIP	Compressor Project	7/18/12	\$2,052.40	\$901.10	\$493.47	\$1,151.30	0%	0.00
Rapid City	REST EQUIP	Water Heater Project	9/11/12	\$795.26	\$308.95	\$208.44	\$486.31	0%	0.00
Rapid City	REST EQUIP	Carlson Netbook	7/1/12	\$1,747.93	\$767.37	\$420.21	\$980.56	0%	0.00
Rapid City	REST EQUIP	Evaporator Coils	5/23/13	\$2,952.84	\$440.07	\$440.07	\$2,512.77	0%	0.00
Rapid City	REST EQUIP	Refurbished Micros Terminal	6/19/13	\$1,029.26	\$119.41	\$119.41	\$909.85	0%	0.00
Rapid City	REST EQUIP	Restaurant Equipment	11/9/06	\$70,000.00	\$70,000.00	\$0.00	\$0.00	0%	0.00
Rapid City	REST EQUIP	Panasonic Microwave NE-1757	2/20/07	\$840.28	\$840.28	\$0.00	\$0.00	0%	0.00
Rapid City	REST EQUIP	Microwave	4/17/07	\$892.64	\$892.64	\$0.00	\$0.00	0%	0.00
Rapid City	REST EQUIP	Security System	5/31/07	\$1,881.50	\$1,881.50	\$0.00	\$0.00	0%	0.00
Rapid City	REST EQUIP	Sound System	10/22/07	\$1,788.10	\$1,788.10	\$0.00	\$0.00	0%	0.00
Rapid City	REST EQUIP	Vinyl Signs	4/30/08	\$3,179.66	\$3,179.66	\$133.22	\$0.00	0%	0.00
Rapid City	REST EQUIP	Delfield Worktop Freezer	3/19/08	\$2,392.01	\$2,392.01	\$32.29	\$0.00	0%	0.00
Rapid City	REST EQUIP	Booths and Chairs	7/11/08	\$2,904.35	\$2,904.35	\$201.86	\$0.00	0%	0.00
Rapid City	REST EQUIP	Washer and Dryer Set	8/18/08	\$1,233.28	\$1,233.28	\$85.72	\$0.00	0%	0.00
Fargo	KITCHEN	Kitchen Equipment	11/9/06	\$150,000.00	\$150,000.00	\$0.00	\$0.00	0%	0.00

Fargo	LEASEHOLD IMPR	Leasehold Improvs 1	11/9/06	\$450,000.00	\$208,749.90	\$22,500.00	\$241,250.10	0%	0.00
Fargo	LEASEHOLD IMPR	Leasehold Improvs 2	11/9/06	\$150,000.00	\$69,583.27	\$7,499.97	\$80,416.73	0%	0.00
Fargo	LEASEHOLD IMPR	Roof Repairs	7/17/07	\$7,000.00	\$2,897.24	\$350.01	\$4,102.76	0%	0.00
Fargo	LEASEHOLD IMPR	Sidewalk Replaced	5/7/10	\$3,340.00	\$2,310.19	\$501.03	\$1,029.81	0%	0.00
Fargo	REST EQUIP	Micros Workstation & Printer	5/5/10	\$1,992.16	\$1,644.90	\$160.74	\$347.26	0%	0.00
Fargo	REST EQUIP	Compressor	7/29/10	\$1,508.21	\$1,203.10	\$130.77	\$305.11	0%	0.00
Fargo	REST EQUIP	HP Laptop	8/18/10	\$887.26	\$707.79	\$76.95	\$179.47	0%	0.00
Fargo	REST EQUIP	Huge Screen TV	9/3/10	\$3,700.00	\$2,951.46	\$320.76	\$748.54	0%	0.00
Fargo	REST EQUIP	Walk in Freezer -Klixon	12/1/10	\$3,184.32	\$2,464.30	\$308.52	\$720.02	0%	0.00
Fargo	REST EQUIP	Epson Projector Bulb	11/15/10	\$1,075.00	\$831.90	\$104.13	\$243.10	0%	0.00
Fargo	REST EQUIP	Fryer	12/17/10	\$1,921.22	\$1,639.27	\$120.87	\$281.95	0%	0.00
Fargo	REST EQUIP	Microwave	12/28/10	\$934.78	\$706.13	\$98.01	\$228.65	0%	0.00
Fargo	REST EQUIP	Compressor	8/17/11	\$1,412.00	\$935.92	\$204.03	\$476.08	0%	0.00
Fargo	REST EQUIP	Grease Guard System	9/20/11	\$3,500.00	\$2,273.65	\$525.60	\$1,226.35	0%	0.00
Fargo	REST EQUIP	Heat Exchanger	10/31/11	\$1,750.00	\$1,113.67	\$272.70	\$636.33	0%	0.00
Fargo	REST EQUIP	Bun Toaster	12/15/11	\$1,627.50	\$1,229.42	\$170.64	\$398.08	0%	0.00
Fargo	REST EQUIP	Hoshizaki Ice Cuber	12/27/11	\$5,501.66	\$4,150.55	\$579.06	\$1,351.11	0%	0.00
Fargo	REST EQUIP	Fryer	5/8/12	\$986.79	\$483.07	\$215.82	\$503.72	0%	0.00
Fargo	REST EQUIP	Traulsen 2 Door Cooler from 1775	5/22/12	\$937.85	\$772.99	\$406.26	\$164.86	0%	0.00
Fargo	REST EQUIP	Traulsen Refig Unit from Des Moines	5/22/12	\$341.18	\$341.18	\$27.73	\$0.00	0%	0.00
Fargo	REST EQUIP	Audio System	7/23/12	\$1,038.45	\$455.91	\$249.66	\$582.54	0%	0.00
Fargo	REST EQUIP	Floor Scrubber	8/24/12	\$3,727.50	\$1,542.26	\$936.54	\$2,185.24	0%	0.00
Fargo	REST EQUIP	Carlson Netbook	7/1/12	\$1,766.86	\$775.72	\$424.80	\$991.14	0%	0.00
Fargo	REST EQUIP	Signage Upgrade	10/31/07	\$5,728.87	\$5,728.87	\$0.00	\$0.00	0%	0.00
Fargo	REST EQUIP	Bar Ice Cream Freezer	11/20/07	\$2,211.00	\$2,211.00	\$0.00	\$0.00	0%	0.00
Fargo	REST EQUIP	Roof Top	1/1/08	\$5,497.00	\$5,497.00	\$74.21	\$0.00	0%	0.00
Fargo	REST EQUIP	Sears Washer/Dryer Purchase	2/1/08	\$1,305.78	\$1,305.78	\$17.63	\$0.00	0%	0.00
Fargo	REST EQUIP	Washer and Dryer Electrical	2/13/08	\$2,300.00	\$2,300.00	\$31.05	\$0.00	0%	0.00
Fargo	REST EQUIP	2 50" Plasma TV's	5/5/08	\$2,607.57	\$2,607.57	\$109.25	\$0.00	0%	0.00
Fargo	REST EQUIP	ATM Machine - Triton 9100	5/21/08	\$3,299.00	\$3,299.00	\$138.22	\$0.00	0%	0.00
Fargo	REST EQUIP	Plasma TV's	6/9/08	\$2,607.57	\$2,607.57	\$109.25	\$0.00	0%	0.00
Fargo	REST EQUIP	Cook Line	6/2/08	\$3,338.00	\$3,338.00	\$139.85	\$0.00	0%	0.00
Fargo	REST EQUIP	Line Cooling System	7/11/08	\$23,016.87	\$23,016.87	\$1,599.75	\$0.00	0%	0.00
Fargo	REST EQUIP	Satellite System	8/21/08	\$1,246.00	\$1,246.00	\$86.60	\$0.00	0%	0.00

Fargo	REST EQUIP	US Bank Visa-TVs	9/17/08	\$6,889.88	\$6,889.88	\$478.87	\$0.00	0%	0.00
Fargo	REST EQUIP	Install Power/Coax for TV's	9/23/08	\$1,835.00	\$1,835.00	\$127.54	\$0.00	0%	0.00
Fargo	REST EQUIP	Walk in Cooler Evaporator Coil	9/30/08	\$1,978.00	\$1,950.19	\$159.21	\$27.81	0%	0.00
Fargo	REST EQUIP	Microwave	10/21/08	\$896.58	\$883.99	\$72.18	\$12.59	0%	0.00
Fargo	REST EQUIP	Grease Gutters	11/6/08	\$1,904.04	\$1,877.29	\$153.27	\$26.75	0%	0.00
Fargo	REST EQUIP	P/N Station	11/20/08	\$5,742.84	\$5,662.11	\$462.24	\$80.73	0%	0.00
Fargo	REST EQUIP	Relocate Circuit Panel for P/N	11/17/08	\$1,485.00	\$1,464.12	\$119.52	\$20.88	0%	0.00
Fargo	REST EQUIP	Replace Rooftop Unit #5	5/27/08	\$5,535.00	\$5,535.00	\$231.90	\$0.00	0%	0.00
Fargo	REST EQUIP	Upright Cooler	3/26/09	\$2,699.00	\$2,589.53	\$221.31	\$109.47	0%	0.00
Fargo	REST EQUIP	Ice Flaker from Omaha 2	1/1/09	\$2,000.00	\$1,918.87	\$163.98	\$81.13	0%	0.00
Fargo	REST EQUIP	Microwave	5/19/09	\$1,098.02	\$1,021.91	\$91.89	\$76.11	0%	0.00
Fargo	REST EQUIP	Water Heater	6/19/09	\$10,295.00	\$9,581.61	\$861.75	\$713.39	0%	0.00
Fargo	REST EQUIP	Convection Oven	6/25/09	\$3,575.45	\$3,327.66	\$299.25	\$247.79	0%	0.00
Fargo	REST EQUIP	Firelite Panel	6/12/09	\$1,695.00	\$1,577.50	\$141.84	\$117.50	0%	0.00
Fargo	REST EQUIP	Restaurant Equipment	11/9/06	\$100,000.00	\$100,000.00	\$0.00	\$0.00	0%	0.00
Fargo	REST EQUIP	Mug Froster	1/17/07	\$1,751.80	\$1,751.80	\$0.00	\$0.00	0%	0.00
Fargo	REST EQUIP	Security System	5/31/07	\$1,775.00	\$1,775.00	\$0.00	\$0.00	0%	0.00
Fargo	REST EQUIP	Exhaust Hood Fans	8/31/07	\$5,975.00	\$5,975.00	\$0.00	\$0.00	0%	0.00
Fargo	REST EQUIP	Prince Seating Chairs & Freight	12/31/12	\$2,061.16	\$2,049.68	\$34.29	\$11.48	0%	0.00
Fargo	REST EQUIP	Car for Paul Griffith	8/19/09	\$12,660.00	\$12,379.49	\$841.41	\$280.51	0%	0.00
Fargo	REST EQUIP	Prince Seating - Bar Stools	3/25/10	\$2,587.61	\$2,478.81	\$326.52	\$108.80	0%	0.00
Fargo	REST EQUIP	Water Softener	1/28/13	\$3,995.00	\$1,130.66	\$1,130.66	\$2,864.34	0%	0.00
Fargo	REST EQUIP	Panasonic Microwave	8/2/13	\$754.92	\$35.91	\$35.91	\$719.01	0%	0.00



B6D (Official Form 6D) (12/07)

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

## SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			<b>September 2006</b>					
<b>GE Capital Franchise Finance Corporation</b> <b>8377 E. Hartford Drive, Suite 200</b> <b>Scottsdale, AZ 85255</b>		-	<b>Loan - Sioux Restaurants, LLC</b>  <b>Secured by Restaurant Equipment located at Fargo, ND, and Rapid City, SD</b>					
			Value \$ <b>Unknown</b>				<b>4,870,822.83</b>	<b>0.00</b>
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							<b>4,870,822.83</b>	<b>0.00</b>
Total (Report on Summary of Schedules)							<b>4,870,822.83</b>	<b>0.00</b>

0 continuation sheets attached

In re **Sioux Restaurants, LLC**Case No. **13-15084**

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,775\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/13) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Taxes and Certain Other Debts  
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			<b>Sept-Oct 2013</b>					
<b>North Dakota Office of Sale Tax PO Box 5623 Bismarck, ND 58506-5623</b>		-	<b>Sales Taxes</b>					<b>28,358.54</b>
							<b>28,358.54</b>	<b>0.00</b>
Account No.			<b>Octoer 2013</b>					
<b>South Dakota Dept of Revenue 445 East Capital Avenue Pierre, SD 57501-3185</b>		-	<b>Sales Taxes</b>					<b>0.00</b>
							<b>15,578.50</b>	<b>15,578.50</b>
Account No.								
Account No.								
Account No.								

Sheet **1** of **1** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal  
(Total of this page)

Total

(Report on Summary of Schedules)

<b>28,358.54</b>
<b>15,578.50</b>
<b>28,358.54</b>
<b>15,578.50</b>

B6F (Official Form 6F) (12/07)

In re **Sioux Restaurants, LLC**Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T O R	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>8/9/2013 - 10/10/2013</b>				<b>311.95</b>
<b>A&amp;E Plumbing</b> <b>PO BOX 617</b> <b>Black Hawk, SD 57718</b>		-	<b>Services</b>				
Account No.			<b>9/27/2013</b>				<b>280.09</b>
<b>AD-America</b> <b>2215 29th Street SE Suite B7</b> <b>Grand Rapids, MI 49508</b>		-	<b>Sevices</b>				
Account No.			<b>9/25/2013</b>				<b>485.52</b>
<b>Affordable Service &amp; Repair, LLC</b> <b>PO Box 372</b> <b>Black Hawk, SD 57718</b>		-	<b>Services</b>				
Account No.			<b>9/9/2013 -10/15/2013</b>				<b>295.52</b>
<b>AmeriPride Services, Inc.</b> <b>PO Box 3160</b> <b>Bemidji, MN 56619-3160</b>		-	<b>Services</b>				
Subtotal (Total of this page)							<b>1,373.08</b>

18 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>10/17/2013</b>				
<b>ARMSTRONG EXTINGUISHER SERVICE INC PO Box 1462 Rapid City, SD 57709-1462</b>	-	<b>Services</b>				<b>83.74</b>
Account No.		<b>6/10/2013 - 7/22/2013</b>				
<b>Averus, Inc. 3851 Clearview Ct Gurnee, IL 60031</b>	-	<b>Services</b>				<b>1,420.20</b>
Account No.		<b>6/17/2013 - 9/6/2013</b>				
<b>Benedict Refrigeration Service Inc. PO Box 3008 Eau Claire, WI 54702-3008</b>	-	<b>Services</b>				<b>5,599.72</b>
Account No.		<b>10/2/2013 - 10/16/2013</b>				
<b>BERGSETH BROS CO INC PO Box 1994 Fargo, ND 58107-1994</b>	-	<b>Goods</b>				<b>2,154.00</b>
Account No.		<b>9/4/2013 - 10/16/2013</b>				
<b>BEVERAGE WHOLESALERS INC 701 4th Ave North Fargo, ND 58102</b>	-	<b>Goods</b>				<b>991.05</b>
Sheet no. <u>1</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal (Total of this page)</b>
						<b>10,248.71</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>Bix Produce Co.</b> <b>1415 L'Orient Street</b> <b>St. Paul, MN 55117</b>	-	<b>8/13/2013 - 10/17/2013</b> <b>Goods</b>				<b>5,342.31</b>
Account No.  <b>BLACK HILLS POWER</b> <b>PO Box 6001</b> <b>Rapid City, SD 57709-6001</b>	-	<b>9/16/2013 -10/16/2013</b> <b>Utility</b>				<b>8,436.77</b>
Account No.  <b>BLACK HILLS WINDOW CLEANING, INC.</b> <b>PO Box 1238</b> <b>Spearfish, SD 57783</b>	-	<b>8/31/2013 - 9/30/2013</b> <b>Services</b>				<b>294.68</b>
Account No.  <b>Bollin Label Systems</b> <b>6001 Brent Dr</b> <b>Toledo, OH 43611</b>	-	<b>8/23/2013 - 9/30/2013</b> <b>Goods</b>				<b>132.47</b>
Account No.  <b>BRITE WAY WINDOW CLEANING INC</b> <b>3332 4th Ave S Ste 2E</b> <b>Fargo, ND 58103</b>	-	<b>7/30/2013 - 10/8/2013</b> <b>Services</b>				<b>570.00</b>
Sheet no. <b>2</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page) <b>14,776.23</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>Cable One</b> <b>PO Box 78407</b> <b>Phoenix, AZ 85062-8407</b>	-	<b>9/29/2013</b> <b>Utility</b>				<b>208.45</b>
Account No.  <b>Carlson Restaurant Worldwide</b> <b>PO Box 911282</b> <b>Dallas, TX 75391-1282</b>	-	<b>Through 2013</b> <b>Franchise Fees and Related Costs</b>		<b>X</b>		<b>Unknown</b>
Account No.  <b>Cass County Electric Coop</b> <b>PO Box 11118</b> <b>Fargo, ND 58106-1118</b>	-	<b>Utilities</b>				<b>6,322.00</b>
Account No.  <b>CASS COUNTY ELECTRIC COOP</b> <b>PO Box 11118</b> <b>Fargo, ND 58106-1118</b>	-	<b>10/15/2013</b> <b>Utility</b>				<b>5,287.81</b>
Account No.  <b>CASS-CLAY CREAMERY INC</b> <b>PO Box 3126</b> <b>Fargo, ND 58108-2925</b>	-	<b>8/1/2013 - 10/10/2013</b> <b>Goods</b>				<b>1,622.69</b>
Sheet no. <b>3</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page) <b>13,440.95</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>CDW Direct, LLC PO Box 75723 Chicago, IL 60675-5723</b>	-	<b>8/30/2013 Goods</b>				<b>585.34</b>
Account No.  <b>Central Florida Press PO Box 85100 Chicago, IL 60691-3010</b>	-	<b>9/6/2013 - 10/15/2013 Services</b>				<b>2,417.60</b>
Account No.  <b>CenturyLink PO Box 91154 Seattle, WA 98111-9254</b>	-	<b>9/7/2013 - 10/7/2013 Utility</b>				<b>1,283.19</b>
Account No.  <b>Chamber of Commerce of Fargo Moorhead PO Box 2443 Fargo, ND 58108-2443</b>	-	<b>7/2/2013 Services</b>				<b>405.00</b>
Account No.  <b>CITY FINANCE OFFICE 300 Sixth St Rapid City, SD 57701-2728</b>	-	<b>9/23/2013 Utility</b>				<b>1,500.00</b>
Sheet no. <b>4</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>6,191.13</b>
Subtotal (Total of this page)						<b>6,191.13</b>



In re **Sioux Restaurants, LLC**Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>10/15/2013</b>				
<b>CITY OF FARGO-Utility Bill</b> <b>PO Box 1066</b> <b>Fargo, ND 58107-1066</b>	-	<b>Utility</b>				<b>809.66</b>
Account No.		<b>4/6/2013 - 6/28/2013</b>				
<b>Country Inn &amp; Suites - Rapid City</b> <b>2321 N. Lacrosse Street</b> <b>Rapid City, SD 57701</b>	-	<b>Hotel Stays</b>				<b>5,823.73</b>
Account No.		<b>8/1/2013</b>				
<b>CT Corporation</b> <b>PO Box 4349</b> <b>Carol Stream, IL 60197-4349</b>	-	<b>Foreign Corporation Representation</b>				<b>568.00</b>
Account No.		<b>7/26/2013 - 10/7/2013</b>				
<b>Culinex</b> <b>PO Box 2925</b> <b>Fargo, ND 58108-2925</b>	-	<b>Goods</b>				<b>1,158.67</b>
Account No.		<b>8/28/2013 - 10/15/2013</b>				
<b>Curt's Lock &amp; Key Service, Inc.</b> <b>1102 Main Avenue</b> <b>Fargo, ND 58103-1755</b>	-	<b>Services</b>				<b>432.86</b>
Sheet no. <b>5</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>8,792.92</b>
Subtotal (Total of this page)						<b>8,792.92</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>9/4/2013 - 10/16/2013</b>				
<b>D-S Beverages Inc.</b> <b>201 17th St N</b> <b>Moorhead, MN 56560</b>	-	<b>Goods</b>				<b>3,040.85</b>
Account No.		<b>7/30/2013 - 10/10/2013</b>				
<b>Dacotah Paper Co.</b> <b>3940 15th Ave. (PO Box 2727)</b> <b>Fargo, ND 58108-2727</b>	-	<b>Goods</b>				<b>5,174.62</b>
Account No.		<b>9/3/2013</b>				
<b>Dakota Gasket LLC</b> <b>PO Box 163</b> <b>West Fargo, ND 58078</b>	-	<b>Services</b>				<b>909.45</b>
Account No.		<b>10/1/2013</b>				
<b>DMX, Inc.</b> <b>PO Box 602777</b> <b>Charlotte, NC 28260-2777</b>	-	<b>Services</b>				<b>85.26</b>
Account No.		<b>Sept-Oct 2013</b>				
<b>DS Beverages Inc.</b> <b>201 17th St N</b> <b>Moorhead 56560</b>	-	<b>Goods</b>				<b>3,040.85</b>
Sheet no. <b>6</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page) <b>12,251.03</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>ECO SURE</b> <b>26397 Network Place</b> <b>Chicago, IL 60673-1263</b>	-	<b>9/16/2013</b> <b>Services</b>				<b>276.32</b>
Account No.  <b>ECOLAB</b> <b>PO Box 70343</b> <b>Chicago, IL 60673-0343</b>	-	<b>7/31/2013 - 10/14/2013</b> <b>Goods</b>				<b>1,792.99</b>
Account No.  <b>Econo Lodge (ND008)</b> <b>1401 35th St. S</b> <b>Fargo, ND 58103</b>	-	<b>8/7/2013</b> <b>Hotel Stays</b>				<b>108.30</b>
Account No.  <b>ED PHILLIPS &amp; SONS CO(FARGO)</b> <b>PO Box 9095</b> <b>Fargo, ND 58106-9095</b>	-	<b>9/17/2013 - 10/8/2013</b> <b>Goods</b>				<b>212.29</b>
Account No.  <b>EnviroClean LLC</b> <b>PO Box 9376</b> <b>Fargo, ND 58106-9376</b>	-	<b>8/23/2013 - 9/20/2013</b> <b>Services</b>				<b>152.34</b>
Sheet no. <u>7</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page) <b>2,542.24</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>7/31/2013 - 10/16/2013</b>				
<b>FedEx-CRWW Ship</b> <b>PO Box 94515</b> <b>Palatine, IL 60094-4515</b>	-	<b>Services</b>				<b>725.54</b>
Account No.		<b>9/23/2013</b>				
<b>First Aid Only</b> <b>11101 NE 37th Circle</b> <b>Vancouver, WA 98682</b>	-	<b>Goods</b>				<b>64.08</b>
Account No.		<b>9/4/2013 - 10/15/2013</b>				
<b>FISHER BEVERAGES</b> <b>3636 Seger Drive</b> <b>Rapid City, SD 57701</b>	-	<b>Goods</b>				<b>3,203.90</b>
Account No.		<b>8/15/2013 - 10/15/2013</b>				
<b>Food Service of America - Rapid City</b> <b>Dept 1076</b> <b>Denver, CO 80256</b>	-	<b>Goods</b>				<b>5,134.13</b>
Account No.		<b>8/26/2013 - 10/14/2013</b>				
<b>Food Service of America-Fargo</b> <b>PO Box 9174</b> <b>Minneapolis, MN 55480</b>	-	<b>Goods</b>				<b>747.84</b>
Sheet no. <b>8</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						<b>9,875.49</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>9/13/2013 - 10/11/2013</b>				
<b>Franklin Machine Products</b> <b>101 Mt. Holly By-Pass</b> <b>Lumberton, NJ 08048</b>	-	<b>Goods</b>				<b>336.12</b>
Account No.		<b>9/9/2013</b>				
<b>Gary &amp; Son Electric Service, Inc.</b> <b>PO Box 95</b> <b>Fargo, ND 58107-0095</b>	-	<b>Services</b>				<b>216.98</b>
Account No.		<b>8/8/2013 - 9/23/2013</b>				
<b>Guardian Pest Control</b> <b>701 East Fourth Street</b> <b>Duluth, MN 55805</b>	-	<b>Services</b>				<b>336.98</b>
Account No.		<b>8/16/2013</b>				
<b>Hills Septic Service</b> <b>4761 Sturgis Road</b> <b>Rapid City, SD 57702</b>	-	<b>Services</b>				<b>169.60</b>
Account No.		<b>7/31/2013 - 9/30/2013</b>				
<b>Jarvis Press</b> <b>9112 Viscount Row</b> <b>Dallas, TX 75247</b>	-	<b>Services</b>				<b>490.46</b>
Sheet no. <b>9</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						<b>1,550.14</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>7/30/2013 - 9/25/2013</b>				
<b>JD's Equipment Service</b> <b>7090 Daisy Drive</b> <b>Black Hawk, SD 57718</b>	-	<b>Services</b>				<b>5,666.63</b>
Account No.		<b>8/7/2013 - 9/5/2013</b>				
<b>Jeff's Plumbing &amp; Drain Cleaning, Inc.</b> <b>760 51st Street South</b> <b>Fargo, ND 58104</b>	-	<b>Services</b>				<b>700.00</b>
Account No.		<b>9/30/2013</b>				
<b>JOBSHQ</b> <b>PO Box 6024</b> <b>Fargo, ND 58107-6024</b>	-	<b>Services</b>				<b>144.54</b>
Account No.		<b>9/5/2013 - 10/17/2013</b>				
<b>JOHNSON BROS. WESTERN WHLS</b> <b>PO Box 1356</b> <b>Rapid City, SD 57709</b>	-	<b>Goods</b>				<b>3,388.76</b>
Account No.		<b>9/15/2013 - 10/15/2013</b>				
<b>Larson Management</b> <b>3502 Oakwood Mall Dr Suite A</b> <b>Eau Claire, WI 54701</b>	-	<b>Services</b>				<b>1,381.00</b>
Sheet no. <b>10</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page) <b>11,280.93</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>Matheson</b> <b>PO Box 845502</b> <b>Dallas, TX 75284-5502</b>	-	<b>7/31/2013 - 9/30/2013</b> <b>Services</b>				<b>498.54</b>
Account No.  <b>Meletio Electrical Supply Co.</b> <b>PO Box 540816</b> <b>Dallas, TX 75354</b>	-	<b>10/4/2013</b> <b>goods &amp; services</b>				<b>86.10</b>
Account No.  <b>MICROS SYSTEM, INC.</b> <b>PO Box 842956</b> <b>Boston, MA 02284-2956</b>	-	<b>7/2/2013</b> <b>Services</b>				<b>2,017.25</b>
Account No.  <b>Montana-Dakota Utilities Co.</b> <b>PO Box 5600</b> <b>Bismarck, ND 58506-5600</b>	-	<b>10/14/2013</b> <b>Utility</b>				<b>993.95</b>
Account No.  <b>NORTHWEST BEVERAGES INC</b> <b>PO Box 9095</b> <b>Fargo, ND 58106-9095</b>	-	<b>9/17/2013 - 10/15/2013</b> <b>Goods</b>				<b>1,180.82</b>
Sheet no. <u>11</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page) <b>4,776.66</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>NTN Buzztime, Inc.</b> <b>Dept. #1088</b> <b>Los Angeles, CA 90084-1088</b>	-	<b>9/1/2013 - 10/1/2013</b> <b>Services</b>				<b>810.52</b>
Account No.  <b>NuCo2, Inc.</b> <b>PO Box 9011</b> <b>Stuart, FL 34995</b>	-	<b>9/10/2013 - 10/8/2013</b> <b>goods</b>				<b>237.00</b>
Account No.  <b>Office Max</b> <b>75 Remittance Dr. #2698</b> <b>Chicago, IL 60675-2698</b>	-	<b>8/8/2013 - 9/23/2013</b> <b>goods</b>				<b>201.30</b>
Account No.  <b>One Source IML</b> <b>16163 W 45th Dr Unit E</b> <b>Golden, CO 80403</b>	-	<b>9/3/2013 - 10/13/2013</b> <b>goods</b>				<b>372.04</b>
Account No.  <b>Pennington Co Treasurer</b> <b>315 St. Joseph St.</b> <b>Rapid City, SD 57701-2894</b>	-	<b>Real estate taxes for Rapid City restaurant</b> <b>(required by lease)</b>				<b>8,824.36</b>
Sheet no. <b>12</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>10,445.22</b>



B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>7/30/2013 - 9/26/2013</b>				
<b>Performance Award Center</b> <b>PO Box 961094 File #916241</b> <b>Ft. Worth, TX 76161-1094</b>	-	<b>goods</b>				<b>306.86</b>
Account No.		<b>10/15/2013 - 10/17/2013</b>				
<b>PFG CUSTOMIZED DISTRIBUTION</b> <b>245 Castle Heights Ave. North</b> <b>Lebanon, TN 37087</b>	-	<b>Goods</b>				<b>7,277.57</b>
Account No.		<b>7/30/2013 - 9/10/2013</b>				
<b>PRINTER SOLUTIONS</b> <b>3302 4th Ave SW</b> <b>Fargo, ND 58103</b>	-	<b>Goods</b>				<b>267.67</b>
Account No.		<b>8/8/2013 - 9/5/2013</b>				
<b>Prism Business Graphics, Inc.</b> <b>PO Box 110963</b> <b>Carrollton, TX 75011-0963</b>	-	<b>Goods</b>				<b>35.86</b>
Account No.		<b>10/14/2013</b>				
<b>Rapid City Utility Billing Office</b> <b>300 Sixth Street</b> <b>Rapid City, SD 57701-2728</b>	-	<b>Utility</b>				<b>998.88</b>
Sheet no. <b>13</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page)
						<b>8,886.84</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>8/23/2013</b>				
<b>RAPID FIRE PROTECTION, INC</b> <b>1805 Samco Road</b> <b>Rapid City, SD 57702</b>	-	<b>Services</b>				<b>349.80</b>
Account No.		<b>8/30/2013 - 9/30/2013</b>				
<b>RED RIVER REFRIGERATION INC</b> <b>160 8th Ave NW</b> <b>West Fargo, ND 58078</b>	-	<b>goods &amp; services</b>				<b>1,575.95</b>
Account No.		<b>9/18/2013 - 10/9/2013</b>				
<b>Republic National Distributing</b> <b>Co-1776</b> <b>PO Box 1940</b> <b>Fargo, ND 58107</b>	-	<b>Goods</b>				<b>1,602.07</b>
Account No.		<b>9/4/2013 - 10/16/2013</b>				
<b>Republic National Distributing</b> <b>Company-1</b> <b>PO Box 1066</b> <b>Sioux Falls, SD 57101</b>	-	<b>Goods</b>				<b>2,619.53</b>
Account No.		<b>8/22/2013 - 10/7/2013</b>				
<b>Restaurant Card Central</b> <b>PO Box 1192</b> <b>White House, TN 37188</b>	-	<b>Goods</b>				<b>167.12</b>
Sheet no. <b>14</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page)
						<b>6,314.47</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>9/4/2013 - 10/11/2013</b>				
<b>Rick Electric, Inc.</b> <b>PO Box 159</b> <b>Moorhead, MN 56561-0159</b>	-	<b>goods &amp; services</b>				<b>2,455.50</b>
Account No.		<b>8/1/2013 - 10/1/2013</b>				
<b>RJF Agencies, Inc.</b> <b>7225 Northland Dr. N #300</b> <b>Minneapolis, MN 55428-1516</b>	-	<b>Insurance Premiums</b>				<b>10,530.00</b>
Account No.		<b>7/31/2013 - 10/14/2013</b>				
<b>Royal Cup, Inc.</b> <b>160 Cleage Drive</b> <b>Birmingham, AL 35217-0971</b>	-	<b>goods</b>				<b>1,422.42</b>
Account No.		<b>10/1/2013</b>				
<b>SD Department of Revenue</b> <b>PO Box 5055</b> <b>Sioux Falls, SD 57717-5055</b>	-	<b>Renewal of Liquor License</b>				<b>275.00</b>
Account No.		<b>10/1/2013</b>				
<b>Security Equipment, Inc.</b> <b>13505 C Street</b> <b>Omaha, ND 68144</b>	-	<b>Services</b>				<b>249.65</b>
Sheet no. <b>15</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>14,932.57</b>
Subtotal (Total of this page)						

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>SERVALL UNIFORM &amp; LINEN</b> <b>410 7th St</b> <b>Rapid City, SD 57701</b>	-	<b>8/5/2013 - 10/14/2013</b> <b>Services</b>				<b>452.93</b>
Account No.  <b>Shoes For Crews, LLC</b> <b>PO box 504634</b> <b>St. Louis, MO 63150-4634</b>	-	<b>8/4/2013 - 10/17/2013</b> <b>Services</b>				<b>391.30</b>
Account No.  <b>SimplexGrinnell</b> <b>2821 Fiechtner Dr. SW</b> <b>Fargo, ND 58103</b>	-	<b>9/9/2013 - 9/24/2013</b> <b>Services</b>				<b>453.72</b>
Account No.  <b>Sprint</b> <b>PO Box 219100</b> <b>Kansas City, MO 64121-9100</b>	-	<b>9/24/2013</b> <b>Utility</b>				<b>85.69</b>
Account No.  <b>Staples Advantage</b> <b>PO Box 83689 Dept DET</b> <b>Chicago, IL 60696-3689</b>	-	<b>9/14/2013 - 10/5/20/13</b> <b>Goods</b>				<b>171.85</b>
Sheet no. <b>16</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page) <b>1,555.49</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>THE RICHARDS GROUP, INC.</b> <b>8750 N Central Expressway</b> <b>Dallas, TX 75231-6436</b>	-	<b>1/31/2013</b> <b>Services</b>				<b>1,099.25</b>
Account No.  <b>TruGreen</b> <b>1935 Lombardy Dr</b> <b>Rapid City, SD 57709</b>	-	<b>8/21/2013</b> <b>Services</b>				<b>132.50</b>
Account No.  <b>Verizon-1284</b> <b>PO Box 25505</b> <b>Lehigh Valley, PA 18002-5505</b>	-	<b>9/2/2013</b> <b>Utility</b>				<b>146.77</b>
Account No.  <b>W.C.D. Tap Beer Line Cleaning</b> <b>54470 365th Street</b> <b>New York Mills, MN 56567</b>	-	<b>8/12/2013 - 10/14/2013</b> <b>Services</b>				<b>202.50</b>
Account No.  <b>Waste Management of WI-MN</b> <b>PO Box 4648</b> <b>Carol Stream, IL 60197-4648</b>	-	<b>10/1/2013</b> <b>Utility</b>				<b>681.64</b>
Sheet no. <u>17</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page) <b>2,262.66</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>9/1/2013 - 10/1/2013</b>				<b>Unknown</b>
<b>WEST ACRES DEVELOPMENT</b> <b>3902 13th Ave South Suite 3717</b> <b>Fargo, ND 58103-3357</b>	-	<b>Leasor for Rapid City Restaurant</b>				
Account No.		<b>9/1/2013 -10/1/2013</b>				<b>Unknown</b>
<b>WISDOM INC</b> <b>927 Main St</b> <b>Rapid City, SD 57701</b>	-	<b>Leasor for Fargo Restaurant</b>				
Account No.		<b>9/23/2013</b>				<b>483.47</b>
<b>Xcel Energy</b> <b>PO Box 9477</b> <b>Minneapolis, MN 55484-9477</b>	-	<b>Utility</b>				
Account No.						
Account No.						
Sheet no. <b>18</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal</b> (Total of this page)
						<b>483.47</b>
						<b>Total</b> (Report on Summary of Schedules)
						<b>141,980.23</b>

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

## SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>AmeriPride DL Services, Inc. 206 NP Avenue Fargo, ND 58102</b>	<b>Rental Service Agreement Renewal</b>
<b>Facilitec.central 3851 Clearview Court Gurnee, IL 60031</b>	<b>Kitchen Exhaust Cleaning Services - TGIF Fargo 1776</b>
<b>Facilitec.central 3851 Clearview Court Gurnee, IL 60031</b>	<b>Kitchen Exhaust Cleaning Services - TGIF Rapid City 1284</b>
<b>Security Equipment, inc. 13505 C Street Omaha, NE 68144</b>	<b>Central Station Alarm Agreement - TGIF Fargo</b>
<b>Security Equipment, inc. 13505 C Street Omaha, NE 68144</b>	<b>Central Station Alarm Agreement - TGIF - Rapids</b>
<b>Servall Uniform &amp; Linen Division of Suds &amp; Duds, Inc. 410 4th Street Rapid City, SD 57701</b>	<b>Uniform Rental</b>
<b>TGI Friday's Inc. c/o CRW Corporate Offices 4201 Marsh Lane Carrollton, TX 75007</b>	<b>Software License Agreement</b>
<b>TGI Friday's Inc. 4201 Marsh Lane Carrollton, TX 75007</b>	<b>Franchise Agreement, Fargo, ND (Sioux Restaurants, LLC, Franchisee)</b>
<b>TGI Friday's Inc. 4201 Marsh Lane Carrollton, TX 75007</b>	<b>Franchise Agreement, Rapid City, SD (Sioux Restaurants, Franchisee)</b>
<b>Waste Connections of Western South Dakot 2205 N. La Crosse Street Rapid City, SD 57701</b>	<b>Waste Disposal Agreement</b>
<b>West Acres Development 3902 13th Avenue South, Suite 3717 Fargo, ND 58103-3357</b>	<b>Lease for Fargo restaurant.</b>

In re **Sioux Restaurants, LLC**

Case No. **13-15084**

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

Name and Mailing Address, Including Zip Code,  
of Other Parties to Lease or Contract

Description of Contract or Lease and Nature of Debtor's Interest.  
State whether lease is for nonresidential real property.  
State contract number of any government contract.

**WISDOM, INC.**  
**927 Main Street**  
**Rapid City, SD 57701**

**Lease, Restech Partners, Inc., Tenant, Rapid City,**  
**SD**



In re **Sioux Restaurants, LLC**Case No. **13-15084**

Debtor

**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>Cornhusker Restaurants, LLC</b> 3502 Oakwood Maill Drive, Suite A Eau Claire, WI 54701 Limited Guaranty	<b>TGI Friday's Inc.</b> 7540 LBJ Freeway, Suite 100 Dallas, TX 75251
<b>Cornhusker Restaurants, LLC</b> 3502 Oakwood Maill Drive, Suite A Eau Claire, WI 54701 Guarantor	<b>GE Capital Commercial of Utah LLC</b> 8377 E Hartford Drive, Suite 200 Scottsdale, AZ 85255
<b>Gopher Restaraunts, LLC</b> Thomas G. Larson, Manager 3502 Oakwood Mall Drive, Suite A Eau Claire, WI 54701 Limited Guaranty	<b>TGI Friday's Inc.</b> 7540 LBJ Freeway, Suite 100 Dallas, TX 75251
<b>Gopher Restaraunts, LLC</b> Thomas G. Larson, Manager 3502 Oakwood Mall Drive, Suite A Eau Claire, WI 54701 Guarantor	<b>GE Capital Commercial of Utah LLC</b> 8377 E Hartford Drive, Suite 200 Scottsdale, AZ 85255
<b>Hawkeye Restaurants, LLC</b> 3502 Oakwood Mall Dr., Suite A Eau Claire, WI 54701 Limited Guaranty	<b>TGI Friday's Inc.</b> 7540 LBJ Freeway, Suite 100 Dallas, TX 75251
<b>Hawkeye Restaurants, LLC</b> 3502 Oakwood Mall Dr., Suite A Eau Claire, WI 54701 Guarantor	<b>GE Capital Commercial of Utah LLC</b> 8377 E Hartford Drive, Suite 200 Scottsdale, AZ 85255
<b>Quantum Leap Rest of Eau Claire, LLC</b> 3502 Oakwood Maill Drive, Suite A Eau Claire, WI 54701 Limited Guaranty	<b>TGI Friday's Inc.</b> 7540 LBJ Freeway, Suite 100 Dallas, TX 75251
<b>Quantum Leap Restaurants, Inc.</b> 3502 Oakwood Maill Drive, Suite A Eau Claire, WI 54701 Limited Guaranty	<b>TGI Friday's Inc.</b> 7540 LBJ Freeway, Suite 100 Dallas, TX 75251
<b>Quantum Leap Restaurants, Inc.</b> 3502 Oakwood Maill Drive, Suite A Eau Claire, WI 54701 Guarantor	<b>GE Capital Commercial of Utah LLC</b> 8377 E Hartford Drive, Suite 200 Scottsdale, AZ 85255

United States Bankruptcy Court  
Western District of Wisconsin

In re **Sioux Restaurants, LLC**

Debtor(s)

Case No. **13-15084**

Chapter **11**

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

**"In business."** A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

**"Insider."** The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

**1. Income from employment or operation of business**

None



State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT  
**\$0.00**

SOURCE  
**All income is reported on consolidated return by Quantum Leap Restaurants, Inc.**

**2. Income other than from employment or operation of business**

None



State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

B7 (Official Form 7) (04/13)

2

### 3. Payments to creditors

None ☒ **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See SOFA #3 Response Quantum Leap Restaurants, Inc. WD Wis Case No. 13-15083		\$0.00	\$0.00

None ☒ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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### 4. Suits and administrative proceedings, executions, garnishments and attachments

None ☒ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
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None ☒ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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\* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B7 (Official Form 7) (04/13)

3

### 5. Repossessions, foreclosures and returns

- None ☐ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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### 6. Assignments and receiverships

- None ☐ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☐ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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### 7. Gifts

- None ☐ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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### 8. Losses

- None ☐ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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### 9. Payments related to debt counseling or bankruptcy

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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B7 (Official Form 7) (04/13)

4

### 10. Other transfers

- None ☐ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None ☐ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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### 11. Closed financial accounts

- None ☐ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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### 12. Safe deposit boxes

- None ☐ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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### 13. Setoffs

- None ☐ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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### 14. Property held for another person

- None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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B7 (Official Form 7) (04/13)

5

### 15. Prior address of debtor

- None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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### 16. Spouses and Former Spouses

- None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

### 17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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B7 (Official Form 7) (04/13)

6

### 18 . Nature, location and name of business

None



a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None



b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

### 19. Books, records and financial statements

None



a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS  
Rodger Herman  
N39193 County Road D  
Whitehall, WI 54773

DATES SERVICES RENDERED  
November 2011- Present

Rachel Nigon  
E7062 270th avenue  
Menomonie, WI 54751

November 2011- Present

Trisha Bell  
E8618 595th Avenue  
Elk Mound, WI 54739

November 2011- Present

None



b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
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None



c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

B7 (Official Form 7) (04/13)

7

NAME

ADDRESS

- None ☒ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS

DATE ISSUED

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**20. Inventories**

- None ☐ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY  
(Specify cost, market or other basis)

**See Attached Exhibit #20**

**Jason Wozniak, General Manager**

**See Attached Exhibit #20**

**See Attached Exhibit #20**

**Kent French, General Manager**

**See Attached Exhibit #20**

- None ☐ b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY  
RECORDS

**See Attached Exhibit #20**

**Jason Wozniak**

**See Attached Exhibit #20**

**Kent French**

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**21. Current Partners, Officers, Directors and Shareholders**

- None ☐ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

**Quantum Leap Restaurants, Inc.  
3502 Oakwood Mall Drive, Suite A  
Eau Claire, WI 54701**

**Membership Interest**

**100%**

- None ☒ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS

TITLE

NATURE AND PERCENTAGE  
OF STOCK OWNERSHIP

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**22. Former partners, officers, directors and shareholders**

- None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME

ADDRESS

DATE OF WITHDRAWAL

- None ☒ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS

TITLE

DATE OF TERMINATION



B7 (Official Form 7) (04/13)

8

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**23 . Withdrawals from a partnership or distributions by a corporation**

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS  
OF RECIPIENT,  
RELATIONSHIP TO DEBTOR

DATE AND PURPOSE  
OF WITHDRAWAL

AMOUNT OF MONEY  
OR DESCRIPTION AND  
VALUE OF PROPERTY

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**24. Tax Consolidation Group.**

None ☐ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

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**25. Pension Funds.**

None ☐ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

\* \* \* \* \*

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date November 18, 2013

Signature /s/ Thomas Larson

**Thomas Larson**  
**President of Quantum Leap Restaurants, Inc. Member**  
**of Debtor**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*

Inventory  
Week Ending 10/07/2013

	Fargo	Rapid City
Poultry	\$ 1,638.93	\$ 2,802.97
Burger	\$ 683.24	\$ 1,376.85
Meat	\$ 2,192.53	\$ 4,482.53
Seafood	\$ 1,251.81	\$ 1,783.80
Produce	\$ 737.15	\$ 1,442.87
Groceries	\$ 5,158.85	\$ 7,037.81
Oil	\$ 279.66	\$ 300.58
Grocery Beverages	\$ 2,245.91	\$ 3,029.80
Cheese	\$ 985.54	\$ 2,039.77
Dairy	\$ 301.88	\$ 146.80
Potatoes	\$ 427.75	\$ 603.57
Bread	\$ 526.44	\$ 576.09
Liquor Cost	\$ 6,178.32	\$ 8,138.51
Bar Mix Cost	\$ 1,280.39	\$ 1,719.47
Bottle Beer Cost	\$ 614.90	\$ 759.76
Draft Beer Cost	\$ 4,938.01	\$ 3,646.86
Wine Cost	\$ 1,722.48	\$ 2,102.16
Total Inventory	\$ 31,163.79	\$ 41,990.20

Simon x SOFA #20

**Inventory**  
Week Ending 10/14/2013

	<u>Fargo</u>	<u>Rapid City</u>
Poultry	\$ 1,808.46	\$ 2,206.52
Burger	\$ 664.12	\$ 964.46
Meat	\$ 2,560.14	\$ 3,797.75
Seafood	\$ 1,501.64	\$ 1,222.93
Produce	\$ 560.03	\$ 1,225.62
Groceries	\$ 5,750.05	\$ 6,355.85
Oil	\$ 235.17	\$ 305.90
Grocery Beverages	\$ 2,316.57	\$ 2,519.36
Cheese	\$ 1,250.86	\$ 1,790.83
Dairy	\$ 286.18	\$ 234.45
Potatoes	\$ 497.95	\$ 346.36
Bread	\$ 648.80	\$ 522.56
Liquor Cost	\$ 5,677.58	\$ 7,427.16
Bar Mix Cost	\$ 1,229.04	\$ 1,583.14
Bottle Beer Cost	\$ 543.67	\$ 683.75
Draft Beer Cost	\$ 4,341.39	\$ 2,976.79
Wine Cost	\$ 1,710.04	\$ 2,243.39
<b>Total Inventory</b>	<b>\$ 31,581.69</b>	<b>\$ 36,406.82</b>

**United States Bankruptcy Court  
Western District of Wisconsin**

In re **Sioux Restaurants, LLC**,  
Debtor

Case No. **13-15084**

Chapter **11**

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Quantum Leap Restaurants, Inc. 3502 Oakwood Mall Dr., Ste A Eau Claire, WI 54701</b>	<b>Membership Interests</b>		<b>100% of Membership Interests in Debtor</b>

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the President of Quantum Leap Restaurants, Inc. Member of Debtor of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **November 18, 2013**

Signature **/s/ Thomas Larson**

**Thomas Larson**  
**President of Quantum Leap Restaurants, Inc. Member of D**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C §§ 152 and 3571.

**United States Bankruptcy Court  
Western District of Wisconsin**

In re **Sioux Restaurants, LLC**

Debtor(s)

Case No. **13-15084**

Chapter **11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Sioux Restaurants, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

**November 18, 2013**

Date

**/s/ James D. Sweet**

**James D. Sweet 1017557**

Signature of Attorney or Litigant

Counsel for **Sioux Restaurants, LLC**

**Kerkman Dunn Sweet DeMarb**

**121 S. Pinckney Street, Suite 525**

**Madison, WI 53703**

**608-310-5501 Fax:608-310-5525**

**jsweet@kerkmandunn.com**